

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

----- X		
In re:	:	Chapter 11
	:	
NORTHWESTERN CORPORATION,	:	
	:	Case No. 03-12872 (JLP)
Debtor.	:	
	:	
----- X		

**NOTICE OF APPEAL**

***PLEASE TAKE NOTICE*** that Magten Asset Management Corporation and Law Debenture Trust Company of New York, by and through their undersigned counsel, hereby appeal to the United States District Court for the District of Delaware from the Order Denying Joint Motion of Magten Asset Management Corporation and Law Debenture Trust Company of New York (the "*Order*"), which was entered by United States Bankruptcy Judge John L. Peterson on March 10, 2005 [Docket No. 2911]. Copies of the Order appealed from, and the Memorandum Opinion Denying Joint Motion of Magten Asset Management Corporation and Law Debenture Trust Company of New York, are attached hereto as Exhibits "A" and "B", respectively.

The names of all parties to the order appealed from and the names, addresses and telephone numbers of their respective attorneys are as follows:

**Parties****Attorneys**

Magten Asset  
Management Corporation

Mark J. Packel, Esq.  
Elio Battista, Jr., Esq.  
Blank Rome LLP  
1201 Market Street, Suite 800  
Wilmington, DE 19801  
Telephone: (302) 425-6400

Bonnie Steingart, Esq.  
Gary L. Kaplan, Esq.  
Fried, Frank, Harris, Shriver &  
Jacobson LLP  
One New York Plaza  
New York, NY 10004  
Telephone: (212) 859-8000

Law Debenture Trust  
Company of New York

Kathleen M. Miller, Esq.  
Smith, Katzenstein & Furlow,  
LLP  
800 Delaware Avenue, 7<sup>th</sup> Floor  
P.O. Box 410  
Wilmington, DE 19899  
Courier 19801  
Telephone: (302) 652-8400

Amanda D. Darwin, Esq.  
John V. Snellings, Esq.  
Lee Harrington, Esq.  
Nixon Peabody LLP  
100 Summer Street  
Boston, MA 02110  
Telephone: (617) 345-1000

NorthWestern  
Corporation

Scott D. Cousins, Esq.  
William E. Chipman, Jr., Esq.  
Greenberg Traurig, LLP  
The Brandywine Building  
1000 West Street, Suite 1540  
Wilmington, DE 19801  
Telephone: (302) 661-7000

Jesse H. Austin, III, Esq.  
Karol K. Denniston, Esq.  
Paul, Hastings, Janofsky &  
Walker LLP  
600 Peachtree Street, Suite 2400  
Atlanta, GA 30308  
Telephone: (404) 815-2400

The Plan Committee

Neil B. Glassman, Esq.  
Charlene Davis, Esq.  
Eric Suttly, Esq.  
The Bayard Firm  
222 Delaware Avenue, Suite 900  
P.O. Box 25130  
Wilmington, DE 19899  
Telephone: (302) 655-5000

Alan W. Kornberg, Esq.  
Margaret A. Phillips, Esq.  
Ephraim I. Diamond, Esq.  
Paul, Weiss, Rifkind, Wharton  
& Garrison LLP  
1285 Avenue of the Americas  
New York, NY 10019  
Telephone: (212) 373-3000

The Ad Hoc Committee  
of Class 7 Debtholders

Adam G. Landis, Esq.  
Landis, Rath & Cobb LLP  
919 Market Street, Suite 600  
Wilmington, DE 19801  
Telephone: (302) 467-4400

Philip Bentley, Esq.  
Mathew J. Williams, Esq.  
Kramer, Levin, Naftalis &  
Frankel LLP  
919 Third Avenue  
New York, NY 10022  
Telephone: (212) 715 -9100

Cornerstone Propane  
Operating LLC

Allan S. Brilliant, Esq.  
Paul D. Malek, Esq.  
Milbank, Tweed, Hadley &  
McCloy LLP  
One Chase Manhattan Plaza  
New York, NY 10005  
Telephone: (212) 530 - 5000

Dated: March 17, 2005

**BLANK ROME LLP**



Mark J. Packel (DE No. 4048)  
Elio Battista, Jr. (DE No. 3814)  
1201 Market Street, Suite 800  
Wilmington, DE 19801  
Telephone: (302) 425-6400  
Facsimile: (302) 425-6464

- and -

**FRIED, FRANK, HARRIS, SHRIVER &  
JACOBSON LLP**

Bonnie Steingart  
Gary L. Kaplan  
One New York Plaza  
New York, NY 10004  
Telephone: (212) 859-8000  
Facsimile: (212) 859-4000

Counsel for Magten Asset Management  
Corporation

- and -

**SMITH, KATZENSTEIN & FURLOW, LLP**

/s/ Kathleen M. Miller

Kathleen M. Miller (I.D. No. 2898)  
800 Delaware Avenue, 7<sup>th</sup> Floor  
Wilmington, DE 19801  
Telephone: (302) 652-8400  
Facsimile: (302) 652-8405

- and -

**NIXON PEABODY LLP**

Amanda D. Darwin, BBO No. 547654

John V. Snellings, BBO No. 548791

Lee Harrington, DE No. 4046

100 Summer Street

Boston, MA 02110

Telephone: (617) 345-1000

Facsimile: (617) 345-1300

Counsel for Law Debenture Trust Company of New  
York

491312